

MIDTOWN ALEXANDRIA STATION CONDOMINIUM ASSOCIATION
ADMINISTRATIVE RESOLUTION NO. 08-02
RULES AND COVENANTS COMMITTEE CHARTER

Establishing the structure and responsibilities of the Rules & Covenants Committee

WHEREAS, Article 3, Section 3.1 of the Bylaws states that "The Board of Directors shall have all of the powers and duties necessary for the administration of the affairs of the Unit Owners Association and may do all such acts and things as are not by the Condominium Act or the condominium instruments required to be exercised and done by the Association;" and

WHEREAS, Article III, Section 3.1(6) of the Bylaws provides that the Board shall have the power to adopt rules and regulations; and

WHEREAS, the Board recognizes that a positive rules and covenants program is essential to the success of the Association and wishes to establish a standing Committee to carry out such a rules and covenant program.

NOW, THEREFORE, BE IT RESOLVED THAT a Rules & Covenants Committee be established consisting of three (3) to five (5) individuals for a 1 year term, having the following terms of reference:

I. RESPONSIBILITY

The primary responsibility of the Rules and Covenants Committee is to advise and assist the Board in monitoring and enforcing compliance with the provisions of the Condominium Documents. In fulfilling its responsibilities, the Committee shall perform functions, which include, but are not necessarily limited to the following:

- A. Develop enforcement/compliance procedures for use by the Covenants Committee and the managing agent.
- B. When necessary, review and recommend revisions for proposing enhancements, changes or providing clarity and guidance to existing Association rules and regulations.
- C. When approved by the Board, conduct hearings to levy assessments, and/or institute sanctions, when deemed necessary.
- D. Provide interpretations of the Governing Documents when requested to do so by an Owner or the Board of Directors. The Covenants Committee may publish and record such interpretations in order to establish precedents for application of the Governing Documents.
- E. Inspect the Condominium for violations of the Governing Documents and for compliance with the Associations rules and regulations.
- F. Respond to and investigate reports from residents or management of alleged non-

compliance with the Governing Documents.

- G. Prepare a report to the Board about investigation and advise Board of actions taken to secure voluntary compliance.
- H. Monitor the owners' and residents' compliance with enforcement actions and ensure that all confirmed or observed violations are remedied.
- I. Recommend appropriate action to the Board of Directors (e.g. monetary charges, or issue cease and desist notifications) if the Covenants Committee is unable to obtain voluntary compliance.
- J. Develop and present to the Board of Directors policies or rules the Covenants Committee feels are necessary to assist the Covenants Committee.
- K. Act as a liaison and information resource to all Association owners and residents on general covenant matters.
- L. Prepare periodic articles for the newsletter and website about covenant matters within the Association.
- M. Submit minutes of committee meetings, a report on committee activities, and any decision item requests to the Managing Agent for inclusion in a periodic report to the Board of Directors. The Covenants Committee's meetings shall be open to the members.
- N. The Covenants Committee shall act on all matters properly before it within forty-five days. Failure to do so within the stipulated time shall constitute an automatic referral of such matters to the Board of Directors for consideration.
- O. Perform other duties as assigned by the Board of Directors.

II. ELIGIBILITY

- A. All committee members must be property owners in good standing or tenants of units where the property owners is in good standing. Good standing shall be defined as the absence of any liens, privilege suspension, assessment delinquency, architectural or covenants violation, or pending legal action with the Association.
- B. A member shall not serve on more than one committee at a time. There shall not be more than one member of a household serving on the same committee at the same time.

III. NUMBER OF MEMBERS & LENGTH OF TERM

- A. The Covenants Committee shall have a minimum of three members and a maximum of five members. The Committee shall not operate with less than two (2) members in the

event of resignations. There may only be one voting member on the Covenants Committee from any one unit in the Association.

- B. The committee members shall be appointed to one-year terms. Members appointed to fill vacancies that occur during the year shall serve out the remainder of the term of the committee member they are replacing. In the absence of any action by the Board to appoint a successor, terms shall automatically renew.

IV. APPOINTMENT

- A. The initial members of the Covenants Committee shall be appointed by a majority vote of the Board of Directors. Thereafter, beginning with the first annual meeting that occurs at least one year from the date of appointment of the initial members of the committee, the Board of Directors will make committee appointments each year at the Annual Meeting for terms beginning on the first day of the month following the annual meeting. The Board of Directors may make additional appointments throughout the year if vacancies occur.
- B. Recruitment of candidates may be done through the newsletter, announcement at the Annual Meeting or by any other means deemed appropriate by the Board. The Board of Directors will strive to ensure that members from varying house types and locations within the Association are represented on its committees. Covenants Committee vacancies shall be publicized at least once in the Association newsletter and on the Association website, to the extent there is one, prior to being filled.
- C. Owners and/or resident interested in being appointed must submit their written request for appointment to the Managing Agent. Committee members in good standing are eligible for reappointment.
- D. Once the Managing Agent determines that an owner is eligible to be appointed, the Managing Agent shall forward a copy of the written request to the committee.
- E. The committee may make recommendations to the Board on the appointment of eligible committee members.
- F. Following receipt of the committee's recommendation, the Board shall, in its sole discretion, appoint persons to serve on the Covenants Committee to fill any existing vacancy. Any person appointed to the Covenants Committee to fill a vacancy created by the removal or resignation of a committee member shall serve the remainder of the predecessor member's term.
- G. No owner shall continue to serve as a Covenants Committee member if such owner is more than sixty (60) days delinquent in meeting financial obligations of the Association.
- H. If the Chairperson believes that an eligible owner who has requested appointment should not be appointed or that a sitting Covenants Committee member should be removed for

reasons other than failure to attend three (3) consecutive meetings, then the Covenants Committee Chairperson shall submit the matter for consideration by the Board of Directors at its next regularly scheduled meeting.

- I. Covenants Committee members will be provided a copy of this Charter with a reasonable period of time following their appointment.

V. REMOVAL

- A. The Board of Directors may remove any committee member, including the chairperson, with or without cause upon three (3) days written notice.
- B. The committee may make recommendations to the Board of Directors regarding the removal of committee members upon a majority vote of the committee.
- C. A committee member may be removed, upon written notice from the committee chairperson, for failure to attend three (3) consecutive committee.

VI. COMMITTEE OFFICERS

- A. There shall be a Chairperson of the Covenants Committee. The Board shall appoint the Chairperson of the committee. Members of the committee may make recommendations to the Board of Directors for the appointment of a Chairperson. Other officers of the committee may be elected by the committee membership. At a minimum, the committee shall elect a Secretary who shall be responsible for recording accurate minutes of the committee's meetings and submitting them to the managing Agent, in a timely manner, for inclusion in the monthly Board meeting package. Minutes shall include a record of the date, time and place of each meeting. Minutes shall also include a record of committee member attendance and all votes of the committee.
- B. The Chairperson, or the committee member who is his or her designee, shall be responsible for chairing meetings of the committee.

VII. MEETINGS

- A. Committee meetings shall be held in a recognized meeting place of the Association. All committee meetings shall be open to the membership. In order for the membership to be reasonably informed of committee meetings, the committee Chairperson shall ensure that all regular committee meeting dates of the committee are listed in the newsletter and/or website or through any other means of posting that the Board deems appropriate.
- B. If it is necessary for the committee to reschedule or cancel a meeting, the committee Chairperson shall notify the management staff at the earliest possible time so that the membership can be reasonably notified. The committee Chairperson shall be responsible for contacting the members of the committee regarding rescheduled or canceled

meetings. "Special" meetings or rescheduled meetings may be scheduled by the Chairperson provided reasonable notice under the circumstances is provided to each member of the committee.

- C. A quorum of members must be present in order to convene a meeting or conduct business. A quorum shall be present if the majority of the current committee members are present at any regularly scheduled or special committee meeting. If the committee is unable to convene a meeting due to lack of a quorum, the committee Chairperson may do one of the following:
 - a. Reschedule the meeting; or
 - b. Adjourn the meeting to the next regularly scheduled meeting date.
- D. The vote of a majority of the Covenants Committee members present at a meeting with a quorum present shall constitute the decision of the committee if possible. All voting shall be conducted in open session.
- E. The committee Chairperson shall designate a time period on each meeting agenda for resident input.
- F. Minutes shall be taken at every meeting. Minutes shall show attendance, issues raised, and any decisions made by the Covenants Committee.
- G. Minutes shall be forwarded to the Managing Agent at least one week prior to the monthly Board meeting if possible for inclusion in the monthly report to the Board of Directors. Approved meeting minutes will be kept on file for review by owners.
- H. Committee members shall not use inappropriate language or verbal tone during their debate of the issues. Any actions (including physical gestures or body language) or comments designed to insult, demean, or attack the personal character of any member of the committee, the committee as an entity or any person in attendance shall be strictly prohibited. Committee members owe a special duty of civility to the Association's membership and shall be particularly courteous to the individual members at all times during official functions of the Association.

VIII. DUTIES OF THE CHAIR

The duties of the Chairperson shall include, but not be limited to, the following:

- A. Develop the annual meeting calendar;
- B. Prepare meeting agendas;
- C. Preside over meetings;
- D. Provide each Covenants Committee member an opportunity for input;

- E. Ensure Covenants Committee members and those attending the meeting are treated fairly and with respect;
- F. Assign Covenants Committee members tasks as necessary;
- G. Submit approved minutes of meetings of the Covenants Committee to the Board for their review at their next regularly scheduled meeting.
- H. Serve as the liaison to the Board and represent the Covenants Committee to the Board on any matters;
- I. Serve as the liaison to the Managing Agent and represent the Covenants Committee at any meetings with the Managing Agent;
- J. Ensure that the Covenants Committee is performing duties as detailed in this resolution and requested by the Board of Directors.

COMMUNICATIONS

- A. In the interest of ensuring strong communications between the Board of Directors and the Covenants Committee, it is expected that the committee Chairperson, or the committee member who is his or her designee, will attend each regularly scheduled business meeting of the Board of Directors. The committee representative will present committee recommendations, update the Board on the status of pending committee tasks, request assistance from the Board, as needed, and answer any questions the Board may have regarding committee assignments.
- B. The committee is expected to maintain regular communications with the designated Board liaison.
- C. It is expected that the committee will communicate its activities to the membership periodically through the newsletter and/or internet website and other communication vehicles of the association.

Enacted this 21st day of April, 2008.

THE MIDTOWN ALEXANDRIA STATION
CONDOMINIUM ASSOCIATION

By 

President